Name of Offering (check if this is an an

FORM D

UNITED STATES U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

/ =	10/97
OMB AP	PROVAL
OMB Number	3235-0076
Expires:	May 31, 2002
Estimated averag	e burden
hours per respons	se:16.00
SEC US	E ONLY
Prefix	Serial
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DATE RI	ECEIVED

Name of Offering (check if this is an amendment and name has changed, and indicate change.)
Floridian Land Investment I, LLC
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) ULOE
Type of Filing: New Filing Amendment
A. BASIC IDENTIFICATION DATA
Enter the information requested about the issuer
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)
Floridian Land Investment I, LLC 05072906
Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)
1420 Renaissance Drive, Suite 312, Park Ridge, Illinois 60068
Address of Principal Business Operations (Number and Street, City, State, Zip Code) and Tally Code (n) Including Area Code)
(if different from Executive Offices)
Brief Description of Business UEC U 2 2005
THOMSON V
Type of Business Organization Corporation I limited partnership, already formed other (please specify); limited liability
☐ corporation ☐ limited partnership, already formed ☐ other (please specify): limited liability
business trust limited partnership, to be formed company
Actual or Estimated Date of Incorporation or Organization: Month Year

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only reported the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.



A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer; Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. ☐ Promoter Beneficial Owner ☐ Executive Officer ☐ Director Check Box(es) that Apply: Manager Manager Full Name (Last name first, if individual) Martin, Larry J. Business or Residence Address (Number and Street, City, State, Zip Code) 1420 Renaissance Drive, Suite 312, Park Ridge, Illinois 60068 Check Box(es) that Apply: ☐ Beneficial Owner Director Promoter ■ Executive Officer Manager Full Name (Last name first, if individual) Konken, W. Lee Business or Residence Address (Number and Street, City, State, Zip Code) 300 N. Dee Road, Park Ridge, Illinois 60068 Check Box(es) that Apply: Promoter ☐ Beneficial Owner □ Executive Officer ☐ Director Manager Manager Full Name (Last name first, if individual) Konken, Andrea B. Business or Residence Address (Number and Street, City, State, Zip Code) 1009 Lucerne Parkway, Cape Coral, Florida 33904 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer ☐ Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter ☐ Beneficial Owner Executive Officer ☐ Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Promoter ☐ Beneficial Owner ☐ Executive Officer Director ☐ General and/or Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

,	B. INFORMATION ABOUT OFFERING			
			Yes	No No
1.	Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?			
	Answer also in Appendix, Column 2, if filing under ULOE.			
2.	What is the minimum investment that will be accepted from any individual?		\$100,00	ıΩ
۷.	What is the minimum investment that will be accepted from any individual.			
3.	Does the offering permit joint ownership of a single unit?		_	No □
4.	Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any com	mission		
	or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person			
	listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the	ie name		
	of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, y	ou may		
	set forth the information for that broker or dealer only.			
Full	ll Name (Last name first, if individual)			
Bus	siness or Residence Address (Number and Street, City, State, Zip Code)			
Nan	me of Associated Broker or Dealer			
Stat	tes in Which Person Listed Has Solicited or Intends to Solicit Purchasers			
	(Check "All States" or check individual States)		☐ All	States
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		MN]	[MS]	[MO]
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Full	ll Name (Last name first, if individual)			
Bus	siness or Residence Address (Number and Street, City, State, Zip Code)			
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(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

[RI] [SC] [SD]

[TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]

•	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE	OF PROCEEDS	
	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box \(\subseteq \) and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	\$	\$
	Equity (Membership Interests)	\$1,500,000	\$0
	☐ Common ☑ Preferred		T
	Convertible Securities (including warrants)	\$	\$
	Partnership Interests	\$	\$
	Other (Specify)	\$	\$
	Total	\$\$1,500,000	\$0
	Answer also in Appendix, Column 3, if filing under ULOE.		
ļ	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offering under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
		Number Investors	Aggregate Dollar Amount of Purchases
	Accredited Investors	0	\$
	Non-accredited Investors	0	\$
	Total (for filings under Rule 504 only)	0	\$
	Answer also in Appendix, Column 4, if filing under ULOE.		
}.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of the securities in this offering. Classify securities by type listed in Part C - Question 1.		
	Type of offering	Type of Security	Dollar Amount Sold
	Rule 505		\$
	Regulation A		\$
	Rule 504		\$
	Total		\$
\$.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees.		\$
	Printing and Engraving Costs		\$ \$2,500
	Legal Fees		\$ 30,000
	Accounting Fees		\$ <u>17,500</u>
	Engineering Fees.		\$
	Sales Commissions (specify finders' fees separately)		\$
	Other Expenses (identify) blue sky filing fees, postage		\$ \$10,000
	Total	_	\$ 60,000

	C. OFFERING PRIC	E, NUMBER OF INVEST	TORS, EXPENSES	AND	USE OF PROCEED	S_	
	b. Enter the difference between the aggr Question I and total expenses furnished in res "adjusted gross proceeds to the issuer."	e is the			\$1,440,000		
	Indicate below the amount of the adjusted grofor each of the purposes shown. If the amount and check the box to the left of the estimate adjusted gross proceeds to the issuer set forth:	nt for any purpose is not kee. The total of the payme	nown, furnish an e	stimate ual the			
				1	Payments to Officers Directors, & Affiliates		Payments to Others
	Salaries and fees				\$		\$
	Purchase of real estate				\$	X	\$ <u>1,114,0</u> 00
	Purchase, rental or leasing and installation of i	machinery and equipment			\$		\$
	Construction or leasing of plant buildings and	facilities			\$		\$
•	Acquisition of other businesses (including the offering that may be used in exchange for the apursuant to a merger)	er issuer		\$		\$	
	Repayment of indebtedness				\$		\$
	Working capital				\$	X	<u>\$ 326,000</u>
	Other (specify):				\$		\$
	Column Totals	•••••			\$		\$
	Total Payments Listed (column totals added)				x \$ <u>1</u>	,440,	000
		D. FEDERAL	SIGNATURE				
Ilc	e issuer has duly caused this notice to be owing signature constitutes an undertaking uest of its staff, the information furnished by	ng by the issuer to furn	ish to the U.S. S	Securiti	es and Exchange	Commis	sion, upon written
	uer (Print or Type)	Signature	Martin		Date 10/18/	0	
	oridian Land Investment I, LLC		" /www				
lai	me of Signer (Print or Type)	Title of Signor (Print	or Type)				
aı	rry J. Martin	Manager					

ATTENTION ____

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

•	E. STATE SIGNATURE						
1. Is the party described in 17 CFR 230.252 provisions of such rule	Yes	No ⊠					
	See Appendix, Column 5, for state response.						
2. The undersigned issuer hereby undertakes Form D (17 CFR 239.500) at such times a	s to furnish to any state administrator of any s s required by state law.	tate in which this notice	is filed, a	notice on			
3. The undersigned issuer hereby undertakes issuer to offerees.	s to furnish to the state administrators, upon v	vritten request, informati	ion furnish	ed by the			
Limited Offering Exemption (ULOE) or	e issuer is familiar with the conditions that me f the state in which this notice is filed and en of establishing that these conditions have b	d understands that the					
The issuer has read this notification and kno undersigned duly authorized person.	ws the contents to be true and has duly caused	I this notice to be signed	on its beha	alf by the			
Issuer (Print or Type)							
loridian Land Investment I, LLC /s/ Larry J. Martin October 18, 2005							

Title of Signer (Print or Type)

Manager

Instruction:

Name of Signer (Print or Type)

Larry J. Martin

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)			Type of security and aggregate offering price offered in state		Disqua under St (if yes explan waiver	5 lification ate ULOE attach ation of granted) c-Item 1)
State	Yes	No.		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
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• 1	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)			Disqua under St (if yes explan waiver	5 lification ate ULOE , attach ation of granted) -Item 1)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
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•]	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)		4 Type of investor and amount purchased in State (Part C-Item 2)				5 ification ate ULOE , attach ation of granted) -Item 1)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WA	To a service and the service a	X	\$1,500,000 of Preferred Membership Interests						
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